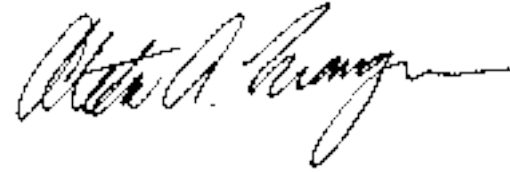


UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE



U.S. BANK NATIONAL ASSOCIATION,

Plaintiff,

v.

THE REED FAMILY REAL ESTATE  
PARTNERSHIP TWO, L.P.,

Defendant.

No. 3:10-CV-00945

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**MOTION TO SUBSTITUTE VFC PARTNER 10 LLC AS PLAINTIFF IN THIS ACTION  
AND TO MODIFY CAPTION, ACCOMPANIED BY MEMORANDUM OF LAW IN  
SUPPORT THEREOF**

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Pursuant to Federal Rule of Civil Procedure 25(c), VFC Partner 10 LLC (“VFC”) moves the Court to substitute it as the Plaintiff in this matter. VFC would show the Court as follows:

**A. Background**

1. The original plaintiff in this action is U.S. Bank National Association (“US Bank”), which was the lender under certain loan documents (the “Loan Documents”) to The Reed Family Real Estate Partnership Two, L.P. (“Defendant”). The loan (the “Loan”) was in the original principal amount of \$4,375,000.00, and was made to finance the acquisition and construction of a medical office building and related property (the “Project”) located in Williamson County, Tennessee. The Loan is secured by, among other things, the Project and all gross revenues and rents of the Project. US Bank filed this action seeking appointment of a receiver following Defendant’s default on the Loan, and this Court appointed a receiver by order dated October 14, 2010. The foregoing facts are all set out in the Complaint and in the Order Appointing the Receiver.